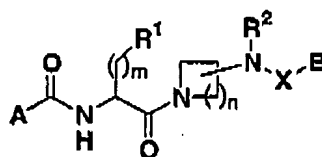


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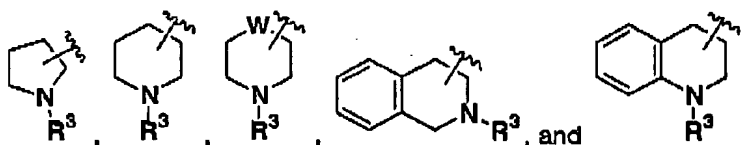
Amendments to the Claims

2. (original) A compound of Formula I



I

wherein:

A is hydrogen, C₁₋₄alkyl, C₁₋₄aminoalkyl, or a heterocycle selected from the group consisting ofW is NR³, O, or S;R¹ is selected from phenyl, naphthyl, benzfuranyl, benzthienyl, and indolyl moieties that are unsubstituted or substituted with 1 to 2 substituents selected from halo, alkyl, alkoxy, cyano, trifluoromethyl, and alkoxycarbonyl;R² is C₁₋₆alkyl or C₃₋₇cycloalkyl;R³ is hydrogen or C₁₋₆alkyl;

m is 0, 1, 2, or 3;

n is 1 or 2;

X is CO or SO₂;B is selected from C₁₋₆alkyl, C₃₋₇cycloalkyl, C₃₋₇cycloalkylmethyl, C₁₋₃methoxyalkyl, and C₁₋₃phenoxyalkyl or is selected from phenyl, naphthyl, pyridinyl, pyrimidinyl, pyridazinyl, pyrazinyl, furanyl, thienyl, pyrrolyl,

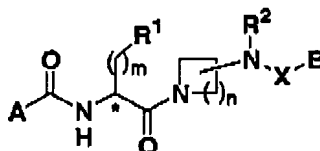
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oxazolyl, isoxazolyl, benzfuranyl, benzthienyl, indolyl, benzoxazolyl, and indazolyl moieties that are unsubstituted or substituted with 1 to 2 substituents selected from halo, alkoxy, hydroxyl, trifluoromethyl, cyano, and $-N(R^3)_2$;

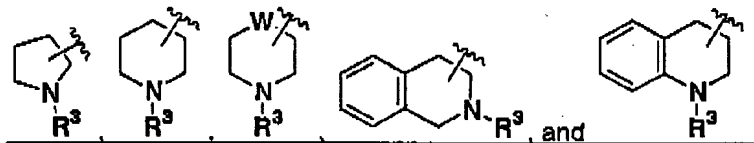
or a pharmaceutically acceptable salt or solvate.

2. (Currently amended) A compound of claim 1 ~~the following formula~~ where the carbon marked with an asterisk is of the (R) stereochemistry.



wherein:

A is hydrogen, C_{1-6} alkyl, C_{1-4} aminoalkyl, or a heterocycle selected from the group consisting of



W is NR^3 , O, or S;

R^1 is selected from phenyl, naphthyl, benzfuranyl, benzthienyl, and indolyl moieties that are unsubstituted or substituted with 1 to 2 substituents selected from halo, alkyl, alkyloxy, cyano, trifluoromethyl, and alkoxycarbonyl;

R^2 is C_{1-6} alkyl or C_{3-7} cycloalkyl;

R^3 is hydrogen or C_{1-6} alkyl;

m is 0, 1, 2, or 3;

n is 1 or 2;

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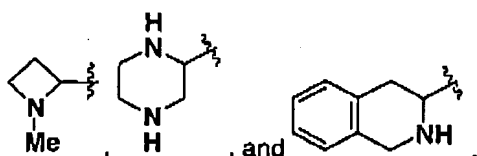
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X is CO or SO₂:

B is selected from C₁₋₆alkyl, C₃₋₇cycloalkyl, C₂₋₇cycloalkylmethyl, C₁₋₃methoxyalkyl, and C₁₋₃phenoxyalkyl or is selected from phenyl, naphthyl, pyridinyl, pyrimidinyl, pyridazinyl, pyrazinyl, furanyl, thienyl, pyrrolyl, oxazolyl, isoxazolyl, benzfuranyl, benzthienyl, indolyl, benzoxazolyl, and indazolyl moieties that are unsubstituted or substituted with 1 to 2 substituents selected from halo, alkoxy, hydroxyl, trifluoromethyl, cyano, and -N(R³)₂:

or a pharmaceutically acceptable salt or solvate.

3. (original) A compound of claim 1 where A is C₁₋₄aminoalkyl, or a heterocycle selected from



4. (original) A compound of claim 1 where m is 1 and R¹ is phenyl substituted with 1-2 substituents selected from halo, alkyl, alkyloxy, cyano, carboalkoxy.

5. (original) A compound of claim 1 where X is CO and B is selected from C₁₋₆alkyl, C₃₋₇cycloalkyl, C₂₋₇cycloalkylmethyl, C₁₋₃methoxyalkyl, and C₁₋₃phenoxyalkyl or is selected from phenyl, pyrazinyl, furanyl, isoxazolyl, and benzthienyl, moieties that are unsubstituted or substituted with 1 to 2 substituents selected from halo, alkoxy, hydroxy, trifluoromethyl, cyano, and -N(R³)₂.

6. (original) A compound of claim 1 where n is 1.

7. (currently amended) The compound of claim ~~7~~ 6: N-[1-[(2R)-3-(4-Chlorophenyl)-2-[[3-(dimethylamino)-1-oxopropyl]amino]-1-oxopropyl]-3-azetidiny]-N-cyclohexyl-3-methyl-butanamide.

8. (original) A compound of claim 1 where n is 2.

9. (cancelled)

10. (currently amended) A compound of claim 9-8 selected from the following group:

(3R)-N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-[3-[cyclohexyl(5-isoxazolylcarbonyl)amino]-1-pyrrolidinyl]-2-oxoethyl]-1,2,3,4-tetrahydro-3-isoquinolinecarboxamide;

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(3R)-N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-[(3S)-3-[cyclohexyl(5-isoxazolylcarbonyl)amino]-1-pyrrolidinyl]-2-oxoethyl]-1,2,3,4-tetrahydro-3-isoquinolinecarboxamide;

(2S)-N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-[(3S)-3-[cyclohexyl(1-oxopentyl)amino]-1-pyrrolidinyl]-2-oxoethyl]-1,2,3,4-tetrahydro-3-isoquinolinecarboxamide;

(3R)-N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-[(3S)-3-[cyclohexyl(2-furanylcabonyl)amino]-1-pyrrolidinyl]-2-oxoethyl]-1,2,3,4-tetrahydro-3-isoquinolinecarboxamide;

N-[1-[(2R)-3-(4-Chlorophenyl)-2-[(3S)-[3-(dimethylamino)-1-oxopropyl]amino]-1-oxopropyl]-3-pyrrolidinyl]-N-cyclohexyl-3-methyl-butanamide; and

(3R)-N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-[(3S)-3-[cyclohexyl(methylsulfonyl)amino]-1-pyrrolidinyl]-2-oxoethyl]-1,2,3,4-tetrahydro-3-isoquinolinecarboxamide.

11. (original) A pharmaceutical composition comprising a therapeutic amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

12. (cancelled)